

## Corporate Governance Report for the Quarter ended 31.12.2015

1. Name of Listed Entity: **GALLANTT ISPAT LIMITED**

2. Quarter ending: **31<sup>st</sup> December, 2015**

### **I. Composition of Board of Directors**

<b>Title (Mr. / Ms)</b>	<b>Name of the Director</b>	<b>PANŞ &amp; DIN</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee) &amp;</b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure *</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations )</b>
Mr.	Chandra Prakash Agrawal	PAN: ABLPA8567C DIN: 01814318	Chairman / Executive Director	01.04.2014/ Cessation on 31.03.2019	N.A.	2	NIL	NIL
Mr.	Prem Prakash Agrawal	PAN: ABLPA8569C DIN: 01397585	Executive Director	01.04.2014/ Cessation on 31.03.2019	N.A.	1	NIL	NIL
Mr.	Santosh Kumar Agrawal	PAN: ABLPA8568P DIN: 01045228	Executive Director	10.07.2014/ Cessation on 09.07.2019	N.A.	1	NIL	NIL

Mr.	Nitin M Kandoi	PAN: ADGPK2910C DIN: 01979952	Executive Director	10.07.20 14/Cessa tion on 09.10.20 19	N.A.	2	NIL	NIL
Mr.	Rajesh Kumar Jain	PAN: ACWPJ7533M DIN: 02113164	Independ ent Director	09.09.20 14/Cessa tion on 31/03/20 19	10.10.2 009	1	2	1
Mr.	Jyotirindra Nath Dey	PAN: AEGPD7088D DIN: 00180925	Independ ent Director	09.09.20 14/Cessa tion on 31/03/20 19	10.10.2 009	3	6	1
Mr.	Piyush Kankrania	PAN: ATUPK5863E DIN: 05241962	Independ ent Director	09.09.20 14/Cessa tion on 31/03/20 19	29.03.2 012	1	2	1
Mrs.	Sangeeta Upadhyay	PAN: ADIPU5302N DIN: 06920195	Independ ent Director	10.07.20 14/Cessa tion on 09.07.20 19	10.07.2 014	1	NIL	NIL

\$PAN number of any director would not be displayed on the website of Stock Exchange  
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen  
\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non- Executive/independent/Nominee) \$</b>
1. Audit Committee	Mr. Piyush Kankrania Mr. Jyotirindra Nath Dey Mr. Rajesh Kumar Jain	Independent Independent Independent
2. Nomination & Remuneration Committee	Mr. Jyotirindra Nath Dey Mr. Piyush Kankrania Mr. Rajesh Kumar Jain	Independent Independent Independent
3. Risk Management Committee(if applicable)	N.A	N.A.
4. Stakeholders Relationship Committee'	Mr. Rajesh Kumar Jain Mr. Piyush Kankrania Mr. Jyotirindra Nath Dey	Independent Independent Independent

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than

one category write all categories separating them with hyphen

### III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
28.07.2015 and 28.08.2015,	23.10.2015	55 days

### IV. Meeting of Committees

#### (a) Audit Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
23.10.2015	All three directors were present and the requisite quorum for the meeting was completed.	28.07.2015 and 28.08.2015	55 days

#### (b) Stakeholders Relationship Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
NIL	N.A.	NIL	NIL

#### (c) Nomination and Remuneration Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
NIL	N.A.	NIL	NIL

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

### V. Related Party Transactions

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

#### **Note**

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For

example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

## **VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015

a. Audit Committee

b. Nomination & remuneration committee

c. Stakeholders relationship committee

d. Risk management committee (applicable to the top 100 listed entities)

3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.